

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM307688

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A.		06/03/2014	National Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	LORD & TAYLOR LLC		
Street Address:	424 FIFTH AVENUE		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 89			
Property Type	Number	Word Mark	
Registration Number:	1720961	AMERICA'S DRESS ADDRESS	
Registration Number:	2929831	BEAUTY.NOW	
Registration Number:	2696590	BEAUTY.NOW	
Registration Number:	3963700	BRINGING STYLE HOME	
Registration Number:	1809802	CAFE 424	
Registration Number:	2722011	GRANT THOMAS	
Registration Number:	2096541	JUST IN TIME	
Registration Number:	2521282	KATE HILL	
Registration Number:	1960413	LORD & TAYLOR	
Registration Number:	0222001	LORD & TAYLOR	
Registration Number:	3488202	LORD & TAYLOR	
Registration Number:	3488206	LORD & TAYLOR	
Registration Number:	3978802	LUNCH BREAK!	
Registration Number:	3750379	MY FAVORITE STORE	
Registration Number:	3705958	BLACK BROWN 1826	
Registration Number:	4280539	BLACK BROWN 1826	
Registration Number:	4150774	JUST MAX	
Registration Number:	4150773	SAM & GEORGE	
Registration Number:	4150675	SHOP SMART, DO GOOD	
TRADEMARK			

CH \$2240.00 1720961

Property Type	Number	Word Mark
Serial Number:	85974463	LORD & TAYLOR 424 FIFTH
Serial Number:	85780667	BEAUTY THE GUIDE
Registration Number:	0842894	SAKS WASHINGTON
Registration Number:	1508328	SAKS JANDEL
Registration Number:	1197494	THE FIFTH AVENUE CLUB
Registration Number:	3506366	SERVICEFIRST
Registration Number:	2187889	SALON Z
Registration Number:	1707494	SALON Z
Registration Number:	4093993	SAKS FIFTH AVENUE THREADS
Registration Number:	3551064	SAKS FIFTH AVENUE OFF 5TH
Registration Number:	0628489	SAKS FIFTH AVENUE
Registration Number:	0635368	SAKS FIFTH AVENUE
Registration Number:	0620917	SAKS FIFTH AVENUE
Registration Number:	3368500	SAKS FIFTH AVENUE
Registration Number:	2221406	SAKS FIFTH AVENUE
Registration Number:	1994280	SAKS FIFTH AVENUE
Registration Number:	1667955	SAKS FIFTH AVENUE
Registration Number:	1359451	SAKS FIFTH AVENUE
Registration Number:	1180633	SAKS FIFTH AVENUE
Registration Number:	1180632	SAKS FIFTH AVENUE
Registration Number:	0737308	SAKS FIFTH AVENUE
Registration Number:	0631799	SAKS FIFTH AVENUE
Registration Number:	0627814	SAKS FIFTH AVENUE
Registration Number:	2351428	SAKS & COMPANY
Registration Number:	3345841	S5A
Registration Number:	1807656	S5A
Registration Number:	1783095	S5A
Registration Number:	4002313	OFF 5TH
Registration Number:	3997431	OFF 5TH
Registration Number:	1976296	OFF 5TH
Registration Number:	2869986	KEY TO THE CURE
Registration Number:	4333792	FASHION FIX
Registration Number:	4177899	E N S
Registration Number:	3890516	CLOTHES (REAL) SAKS FIFTH AVENUE
Registration Number:	3606435	2EAT@SAKS
Registration Number:	4245596	10022-SHOE
Serial Number:	85626481	
Serial Number:	85593025	WEAR NOW COLLECTIONS FOR MODERN LIFE
Serial Number:	85593023	WEAR NOW

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	85626487	SAKS INCORPORATED
Serial Number:	85877983	RED SAKS FIFTH AVENUE
Serial Number:	85877968	RED SAKS FIFTH AVENUE
Serial Number:	85626483	MORE
Serial Number:	85626482	MORE
Serial Number:	85877969	GRAY SAKS FIFTH AVENUE
Serial Number:	85877986	BLUE SAKS FIFTH AVENUE
Serial Number:	85877970	BLUE SAKS FIFTH AVENUE
Serial Number:	85877981	BLACK SAKS FIFTH AVENUE
Serial Number:	85877965	BLACK SAKS FIFTH AVENUE
Serial Number:	85877985	GRAY SAKS FIFTH AVENUE
Registration Number:	2024140	SAKSFIRST
Registration Number:	1839730	CAFE SFA
Registration Number:	1164906	THE BAY
Registration Number:	0291625	
Registration Number:	1116411	HUDSON'S BAY
Registration Number:	1191220	HUDSON'S BAY
Registration Number:	4171901	HUDSON'S BAY COMPANY
Registration Number:	0220747	HUDSONS BAY "POINT"
Registration Number:	3718624	
Serial Number:	86041155	DISTINCTLY HOME
Serial Number:	85578545	1670
Serial Number:	85609996	HUDSON ROOM
Serial Number:	85609990	HUDSON NORTH
Serial Number:	77982548	HBC
Serial Number:	77982547	HBC
Serial Number:	77978408	HUDSON'S BAY COMPANY
Serial Number:	77043406	
Serial Number:	71278731	POINT
Serial Number:	71318709	
Serial Number:	78880387	GOVERNOR'S CHOICE

CORRESPONDENCE DATA

Fax Number: 3128032209

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 312-464-3100

Email: aproencio@loeb.com

Correspondent Name: REGAN A. SMITH - LOEB & LOEB LLP

Address Line 1: 321 N. CLARK ST., SUITE 2300

TRADEMARK

REEL: 005302 FRAME: 0805

Address Line 4: CHICAGO, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: SAKS/HBC/LT -GEN TM

NAME OF SUBMITTER: REGAN A. SMITH

SIGNATURE: /REGAN A. SMITH/

DATE SIGNED: 06/16/2014

Total Attachments: 8

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**RELEASE OF GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

This Release of Grant of Security Interest in United States Trademarks (this "**Trademark Release**") is conveyed as of June 3, 2014, by Bank of America, N.A., in its capacity as collateral agent (the "**Collateral Agent**"), for its own benefit and for the benefit of the holders of the Secured Obligations (as hereinafter defined) in favor of the Pledgors (as defined below).

WHEREAS, Hudson's Bay Company, a corporation incorporated under the federal laws of Canada, Lord & Taylor LLC, a Delaware limited liability company, Saks & Company, a New York corporation, and Saks Incorporated, a Tennessee corporation (each, individually, a "**Pledgor**", and collectively, the "**Pledgors**") granted a security interest (the "**Security Interest**") in favor of the Collateral Agent, in and to certain intellectual property held by the Pledgors, including, without limitation, the Trademarks listed on Schedule A attached hereto and made a part hereof, as set forth in that certain U.S. Second Lien Trademark Security Agreement (the "**Trademark Agreement**"), dated as of November 4, 2013, by certain of the Pledgors in favor of the Collateral Agent, which was recorded with the United States Patent and Trademark Office (the "**USPTO**") on November 5, 2013 at Reel 5146, Frame 0508. Capitalized terms used herein and not defined herein shall have the meanings assigned to such terms in the U.S. Second Lien Security Agreement dated as of November 4, 2013 by the Pledgors in favor of the Collateral Agent, as applicable; and

WHEREAS, the Collateral Agent has agreed to terminate and release its Security Interest in all such Trademarks as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, the Collateral Agent hereby:

1. Terminates the Trademark Agreement and fully discharges, cancels and releases all liens and the Security Interest in the following:
 - (a) all Trademarks, including, without limitation, those identified on Schedule A hereto; and
 - (b) all products and Proceeds of and rights associated with the foregoing, including any claim by any Pledgor against third parties for past, present, or future infringement or dilution of any Trademark, for any injury to the goodwill associated with the use of any Trademark, or for enforcement of any Trademark;
2. Reassigns, transfers and conveys to the applicable Pledgor any and all right, title and interest, if any, of the Collateral Agent in the Trademarks, including, without limitation, those identified on Schedule A, without recourse or representation or warranty, express or implied, of any kind;
3. Agrees that any power of attorney or similar rights granted by any Pledgor to the Collateral Agent with respect to the Trademarks, including, without limitation, those

identified on Schedule A, pursuant to or in connection with the Trademark Agreement is terminated; and

4. Authorizes and requests that the USPTO note and record the existence of the release hereby given. The Collateral Agent shall, at the Pledgors' sole cost and expense and at any of the Pledgors' reasonable request, execute, acknowledge and deliver to the Pledgors all further releases and other documents, and take all other actions necessary or reasonably desirable for the release of the Security Interest.

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IN WITNESS WHEREOF, the undersigned has caused this Trademark Release to be duly executed as of the date first written above.

BANK OF AMERICA N.A., as Collateral
Agent

By: 

Name:

Rosanne Parsill

Title:

Vice President

US Trademark Release (Second Lien Term Loan)

TRADEMARK
REEL: 005302 FRAME: 0809

SCHEDULE A
Trademark Registrations and Applications

Lord & Taylor LLC

Trademark	Registration Number/ Registration Date	Serial Number Filing Date	Owner	Status
America's Dress Address	1,720,961 09/29/1992	74218341 11/07/1991	Lord & Taylor LLC	Registered
Beauty. Now	2,929,831 03/01/2005	78298297 09/10/2003	Lord & Taylor LLC	Registered
Beauty. Now	2,696,590 03/11/2003	76373174 02/20/2002	Lord & Taylor LLC	Registered
Bringing Style Home	3,963,700 05/17/2011	85109354 08/17/2010	Lord & Taylor LLC	Registered
Cafe 424	1,809,802 12/07/1993	74375653 04/05/1993	Lord & Taylor LLC	Registered
Grant Thomas	2,722,011 06/03/2003	76159153 11/06/2000	Lord & Taylor LLC	Registered
Just In Time	2,096,541 09/16/1997	75032456 12/14/1995	Lord & Taylor LLC	Registered
Kate Hill	2,521,282 12/18/2001	76074857 06/21/2000	Lord & Taylor LLC	Registered
Lord & Taylor	1,960,413 03/05/1996	74668803 05/01/1995	Lord & Taylor LLC	Registered
Lord & Taylor (stylized)	0222,001 12/21/1926	71234139 07/03/1926	Lord & Taylor LLC	Registered
Lord & Taylo (stylized)	3,488,202 08/19/2008	77374557 01/17/2008	Lord & Taylor LLC	Registered
Lord & Taylor	3,488,206 08/19/2008	77374577 01/17/2008	Lord & Taylor LLC	Registered
Lunch Break!	3,978,802 06/14/2011	77826111 09/14/2009	Lord & Taylor LLC	Registered
My Favorite Store	3,750,379 02/16/2010	77455657 04/23/2008	Lord & Taylor LLC	Registered
Black Brown 1826	3,705,958 11/03/2009	77348537 12/10/2007	Lord & Taylor LLC	Registered
Black Brown 1826	4,280,539 01/22/2013	85449025 10/17/2011	Lord & Taylor LLC	Registered
Just Max	4,150,774 05/29/2012	85089907 07/21/2010	Lord & Taylor LLC	Registered
Sam & George	4,150,773 05/29/2012	85089903 07/21/2010	Lord & Taylor LLC	Registered

Trademark	Registration Number/ Registration Date	Serial Number Filing Date	Owner	Status
Shop Smart, Do Good	4,150,675 05/29/2012	85006217 04/05/2010	Lord & Taylor LLC	Registered
Lord & Taylor 424 Fifth	85974463 07/01/2013	N/A	Lord & Taylor LLC	Applied
Beauty the Guide	85780667 11/15/2012	N/A	Lord & Taylor LLC	Applied

Saks Incorporated

Trademark	Registration Number/ Application Number	Owner	Status
SAKS WASHINGTON (Stylized)	842,894	Saks Incorporated	Registered
SAKS JANDEL	1,508,328	Saks Incorporated	Registered

Saks & Company

Trademark	Registration Number/ Application Number	Owner	Status
THE FIFTH AVENUE CLUB (Stylized)	1,197,494	Saks & Company	Registered
SERVICEFIRST	3,506,366	Saks & Company	Registered
SALON Z	2,187,889	Saks & Company	Registered
SALON Z	1,707,494	Saks & Company	Registered
SAKS FIFTH AVENUE THREADS	4,093,993	Saks & Company	Registered
SAKS FIFTH AVENUE OFF 5TH and Design	3,551,064	Saks & Company	Registered
SAKS FIFTH AVENUE	628,489	Saks & Company	Registered
SAKS FIFTH AVENUE	635,368	Saks & Company	Registered
SAKS FIFTH AVENUE (Stylized)	620,917	Saks & Company	Registered
SAKS FIFTH AVENUE and Design	3,368,500	Saks & Company	Registered
SAKS FIFTH AVENUE (Stylized)	2,221,406	Saks & Company	Registered
SAKS FIFTH AVENUE	1,994,280	Saks & Company	Registered
SAKS FIFTH AVENUE	1,667,955	Saks & Company	Registered
SAKS FIFTH AVENUE	1,359,451	Saks & Company	Registered

Trademark	Registration Number/ Application Number	Owner	Status
SAKS FIFTH AVENUE (Stylized)	1,180,633	Saks & Company	Registered
SAKS FIFTH AVENUE	1,180,632	Saks & Company	Registered
SAKS FIFTH AVENUE	737,308	Saks & Company	Registered
SAKS FIFTH AVENUE	631,799	Saks & Company	Registered
SAKS FIFTH AVENUE	627,814	Saks & Company	Registered
SAKS & COMPANY	2,351,428	Saks & Company	Registered
S5A and Design	3,345,841	Saks & Company	Registered
S5A and Design	1,807,656	Saks & Company	Registered
S5A and Design	1,783,095	Saks & Company	Registered
OFF 5TH and Design	4,002,313	Saks & Company	Registered
OFF 5TH (Stylized)	3,997,431	Saks & Company	Registered
OFF 5TH and Design	1,976,296	Saks & Company	Registered
KEY TO THE CURE	2,869,986	Saks & Company	Registered
FASHION FIX	4,333,792	Saks & Company	Registered
E N S and Design	4,177,899	Saks & Company	Registered
CLOTHES (REAL) SAKS FIFTH AVENUE and Design	3,890,516	Saks & Company	Registered
2EAT@SAKS	3,606,435	Saks & Company	Registered
10022-SHOE	4,245,596	Saks & Company	Registered
Logo Design	85-626481	Saks & Company	Applied
WEAR NOW COLLECTIONS FOR MODERN LIFE (Stylized)	85-593025	Saks & Company	Applied
WEAR NOW (Stylized)	85-593023	Saks & Company	Applied
SAKS INCORPORATED and Design	85-626487	Saks & Company	Applied
RED SAKS FIFTH AVENUE (Stylized)	85-877983	Saks & Company	Applied
RED SAKS FIFTH AVENUE	85-877968	Saks & Company	Applied
MORE and Design	85-626483	Saks & Company	Applied
MORE	85-626482	Saks & Company	Applied
GRAY SAKS FIFTH AVENUE	85-877969	Saks & Company	Applied
BLUE SAKS FIFTH AVENUE (Stylized)	85-877986	Saks & Company	Applied
BLUE SAKS FIFTH AVENUE	85-877970	Saks & Company	Applied

Trademark	Registration Number/ Application Number	Owner	Status
BLACK SAKS FIFTH AVENUE (Stylized)	85-877981	Saks & Company	Applied
BLACK SAKS FIFTH AVENUE	85-877965	Saks & Company	Applied
GRAY SAKS FIFTH AVENUE	85-877985	Saks & Company	Applied
SAKSFIRST	2024140	Saks & Company	Registered
CAFE SFA	1839730	Saks & Company	Registered

Hudson's Bay Company

Trademark	Owner	Application		Registration		Expiry Date
		Date	Number	Date	Number	
THE BAY (Design)	GC/HBC ¹	Feb. 27, 1980	73,251,720	Aug.11, 1981	1,164,906	Mar. 18, 2012
FOUR POINT DESIGN	GC/HBC	Sep.3, 1931	71,318,710	Feb.23, 1932	291,625	April 11,2012
HUDSON'S BAY	GC/HBC	March 29, 1976	73-081,813	April 10, 1979	1,116,411	Apr.10, 2019
HUDSON'S BAY	GC/HBC	Oct. 23, 1978	73,190,275	Mar. 2, 1982	1,191,220	March 2, 2022
HUDSON'S BAY COMPANY	HBC			Jan. 5, 2010		Jan. 5, 2020
HUDSON'S BAY COMPANY	GC/HBC	Oct. 26, 2006	77,027,056	July 10, 2012	4,171,901	
HUDSON'S BAY 'POINT'	HBC	Nov.8, 1924	71,205,007	November 16, 1926	220,747	Nov. 16, 2016
MULTI-STRIPE Design	GC/HBC	Nov. 14, 2006	77-975,088	Dec. 1, 2009	3,718,624	Dec. 1, 2019
DISTINCTLY HOME	GC/HBC	Aug 19, 2013	86,041,155			
1670	GC/HBC	Mar 23, 2012	85,578,545			
HUDSON ROOM	GC/HBC	April 27, 2012	85,609,996			
HUDSON NORTH	GC/HBC	April 27, 2012	85,609,990			

¹ The Governor and Company of Adventurers of England Trading Into Hudson's Bay AKA Hudson's Bay Company.

Trademark	Owner	Application		Registration		Expiry Date
		Date	Number	Date	Number	
HBC	GC/HBC	Oct 25, 2006	77,982,548			
HBC	GC/HBC	Oct 25, 2006	77,982,547			
HUDSON'S BAY COMPANY	GC/HBC	Oct 23, 2006	77,978,408	Jan 5, 2010	3,734,281	Feb 5, 2023
MULTISTRIPE Design	GC/HBC	Nov. 14, 2006	77,043,406	Feb 5, 2013	4,286,370	Nov. 15, 2000
POINT	GC/HBC	Jan. 31, 1929	71,278,731	Aug 26, 1930	274, 403	June 10, 2002
THREE AND ONE HALF POINT DESIGN	HBC	Sep.3, 1931	71,318,709	Feb 23,1932	291,639	
GOVERNOR'S CHOICE (U.S.)	GC/HBC	May 10, 2006	78, 880,387			